

EXHIBIT B

**Restatements of Financial Statements
Of Section 6.2(b) Financial Reports
For Prior Fiscal Quarters**

Revision of Quarterly Statements of Changes in Net Assets in Liquidation

During the close of the fourth quarter of the fiscal year ended March 31, 2012, inaccuracies in certain line items in the GUC Trust's Statement of Changes in Net Assets in Liquidation for the three months ended June 30, 2011, the three and six months ended September 30, 2011 and the three and nine months ended December 31, 2011 were discovered. The inaccuracies had no effect on the net change in net assets in liquidation in any of the periods or on the balance of net assets in liquidation at June 30, 2011, September 30, 2011 and December 31, 2011. In addition, there was no effect on the number of New GM Securities transferred to and distributed by the GUC Trust in any of the quarterly periods, or on the number of New GM Securities held as of the end of each quarter.

Those inaccuracies are summarized below:

- For the first quarter ended June 30, 2011, the transfer of interest in securities due from Motors Liquidation Company included amounts in respect of New GM Warrants which were not, at such time, trading in the secondary market. The New GM Warrants were initially valued for this purpose based on the quoted market price for New GM Common Stock less the exercise price for each class of New GM Warrants. In preparing the financial statements for the year ended March 31, 2012, the GUC Trust determined that the transfer of interest in such New GM Warrants should, instead, be determined using a Black Scholes pricing model, and such valuation method has been applied in arriving at the adjusted statement for the first quarter set out below, as well as for the audited statement of changes in net assets in liquidation for the year ended March 31, 2012. Valuations of New GM Warrants at the end of each period were and remain calculated using quoted market prices for such New GM Warrants. In addition, the dates of certain distributions required correction, which resulted in a change in the amount of such distributions based on the fair value of the New GM Securities on such dates.
- For each of the second and third quarters ended September 30, 2011 and December 31, 2011, offsetting miscalculations were made in the amounts reported for liquidating distributions of securities and net change in fair value of securities due from Motors Liquidation Company/Holdings of New GM Securities.

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The following table sets forth the Statements of Changes in Net Assets in Liquidation for the three months ended June 30, 2011, the three and six months ended September 30, 2011 and the three and nine months ended December 31, 2011, as previously reported and as adjusted (in thousands):

	<u>Three months ended June 30, 2011</u>		<u>Three months ended Sept. 30, 2011</u>		<u>Six months ended Sept. 30, 2011</u>		<u>Three months ended Dec. 31, 2011</u>		<u>Nine months ended Dec. 31, 2011</u>	
	<u>As reported</u>	<u>As adjusted</u>	<u>As reported</u>	<u>As adjusted</u>	<u>As reported</u>	<u>As adjusted</u>	<u>As reported</u>	<u>As adjusted</u>	<u>As reported</u>	<u>As adjusted</u>
Net Assets in Liquidation, beginning of period	\$ -	\$ -	\$ 2,145,973	\$ 2,145,973	\$ -	\$ -	\$ 1,173,638	\$ 1,173,638	\$ -	\$ -
Transfer of interest in securities due from Motors Liquidation Company	9,254,045	9,900,699	-	-	9,254,045	9,900,699	-	-	9,254,045	9,900,699
Adjustment of reserves for costs of liquidation	(5,657)	(5,657)	-	-	(5,657)	(5,657)	(37,212)	(37,212)	(42,870)	(42,869)
Liquidating distributions of securities	(7,971,136)	(7,736,781)	(96,372)	(72,589)	(8,067,508)	(7,809,370)	(40,047)	(75,433)	(8,107,555)	(7,884,803)
Net change in fair value of securities due from Motors Liquidation Company/Holdings of New GM Securities	868,692	(12,317)	(875,982)	(899,766)	(7,290)	(912,083)	4,498	39,884	(2,792)	(872,199)
Interest income	29	29	20	20	49	49	22	22	71	71
Net Assets in Liquidation, end of period	<u>\$ 2,145,973</u>	<u>\$ 2,145,973</u>	<u>\$ 1,173,638</u>	<u>\$ 1,173,638</u>	<u>\$ 1,173,638</u>	<u>\$ 1,173,638</u>	<u>\$ 1,100,899</u>	<u>\$ 1,100,899</u>	<u>\$ 1,100,899</u>	<u>\$ 1,100,899</u>

The Statement of Changes in Net Assets in Liquidation presented in the GUC Trust's quarterly financial statements for the first three respective quarters of the fiscal year ending March 31, 2013 will include on a comparative basis the adjusted Statements of Changes in Net Assets in Liquidation for the first three quarters of fiscal year 2012.